

**EXHIBIT A**

Universitas' February 25, 2014

Letter to the Court

DOCKET NO. X04 HHD-CV11-6026660-S

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BOSTON PROPERTY EXCHANGE  
TRANSFER COMPANY, INC.,

Plaintiff,

-v-

MERRILL LYNCH, PIERCE,  
FENNER & SMITH, INC.,  
BINGHAM MCCUTCHEN LLP, and  
JOHN R. SNYDER,

Defendants.

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SUPERIOR COURT

COMPLEX LITIGATION  
DOCKET AT HARTFORD

MAY 4, 2012

**AFFIDAVIT OF DANIEL E. CARPENTER**

I, Daniel E. Carpenter, under oath, state and declare as follows:

1. I am over the age of 18 and understand the obligations of an oath.
2. At all relevant times I have been, and continue to be, the Chairman of Boston Property Exchange Transfer Company, Inc. f/k/a Benistar Property Exchange Trust Company, Inc. ("BPETCO").
3. BPETCO is a corporation organized under the laws of Delaware. BPETCO's principal place of business is located in Simsbury, Connecticut.
4. BPETCO has been involved in continuous litigation for the past decade. BPETCO and Merrill Lynch, Pierce, Fenner & Smith Inc. ("Merrill Lynch") were defendants in a Massachusetts lawsuit brought by several former clients of BPETCO ("Cahaly Plaintiffs"), which lawsuit was commenced in 2001 and resulted in two judgments – one

entered against BPETCO in November 2004 and another entered against Merrill Lynch in February 2011 (the "Cahaly Litigation").

5. The Cahaly Litigation involved claims for damages to the Cahaly Plaintiffs, who were BPETCO's clients (but not clients of Merrill Lynch), involving accounts held by Merrill Lynch, which litigation resulted in the aforementioned judgments.
6. The Cahaly Litigation only involved the Cahaly Plaintiffs' claims against BPETCO, Merrill Lynch and other parties, but did not address at all BPETCO's claims as the actual accountholder against Merrill Lynch. Nor did the Cahaly Litigation address BPETCO's (rather than the Cahaly Plaintiffs') causes of action against Bingham McCutchen LLP and John R. Snyder (the "Bingham Defendants").
7. Many of the claims asserted in this lawsuit relate to Merrill Lynch's mishandling of BPETCO's brokerage accounts, which mishandling contributed to the loss of investment funds by the Cahaly Plaintiffs and various damages to BPETCO.
8. At all relevant times, Merrill Lynch, from its Fifth Avenue Branch Office in New York, corresponded and communicated with me, acting in my capacity as BPETCO's Chairman, while I was located in BPETCO's offices in Simsbury, Connecticut. These communications included innumerable telephone calls, faxes, e-mails and letters between Merrill Lynch staff located in New York and myself (or my staff) located in Simsbury, Connecticut.
9. Furthermore, the paperwork to open the account, all account statements, trade confirmations and other correspondence from Merrill Lynch were sent to me or to my attention at the BPETCO office in Simsbury, Connecticut.

10. As just a few examples from literally thousands of documents that also would show that Merrill Lynch's only communications and contacts with BPETCO were with BPETCO's offices located in Simsbury, Connecticut, are the following:

Exhibit A is the first page of a Merrill Lynch account statement addressed to BPETCO's offices in Simsbury, Connecticut;

Exhibit B is a letter written by Merrill Lynch's Administrative Manager in the Fifth Avenue Branch Office to me at BPETCO's Simsbury offices; and

Exhibit C is a letter written by me from BPETCO's Simsbury offices addressed to Merrill Lynch's Administrative Manager in the Fifth Avenue Branch Office.

11. As stated above, these three Exhibits are among literally thousands of pages of documents showing that all of the communications and correspondence between Merrill Lynch and BPETCO involved Merrill Lynch's Fifth Avenue Branch Office and BPETCO's offices in Simsbury, Connecticut.
12. According to its website, [www.ml.com](http://www.ml.com); Merrill Lynch has several offices in the Hartford, Connecticut area (including a large office on Asylum Street in downtown Hartford), not to mention many other offices located throughout Connecticut.
13. The Bingham Defendants were never parties to the Cahaly Litigation. However, the Bingham Defendants were subjected to a sanctions proceeding in the Cahaly Litigation stemming from their deliberate concealment of evidence, the timely production of which would have greatly reduced, if not completely extinguished, any liability BPETCO was ultimately found to have had to the Cahaly Plaintiffs.

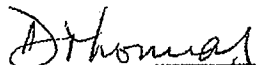
14. Because the Bingham Defendants were not parties to the Cahaly Litigation, BPETCO did not press its claims against them in that forum but instead preserved its claims for the proper time in this current action.
15. According to its website, [www.bingham.com](http://www.bingham.com), Bingham McCutchen, LLP has an office containing 40 lawyers on State Street in downtown Hartford.
16. According to the website, [www.bingham.com](http://www.bingham.com), defendant John R. Snyder is based in Bingham McCutchen's Boston, Massachusetts office but is admitted to practice in Connecticut.

I swear under penalty of perjury that the foregoing is true and correct.

Dated: May 3, 2012  
Simsbury, CT

  
DANIEL E. CARPENTER

Sworn to before me this  
3rd day of May, 2012

  
Notary Public

My commission expires: 11/30/2015

(Notary seal/stamp) DEBORAH THOMAS  
NOTARY PUBLIC  
MY COMMISSION EXPIRES NOV. 30, 2015